

ORIGINAL

Date of Lease Rejection Notice: May 29, 2001

Opposition/Response Due: June 8, 2001

U.S. BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re

W. R. GRACE & CO., et al.¹

Debtors.

Case No. 00-1139 (JJF)

Chapter 11

Jointly Administered

LEASE REJECTION NOTICE

THIS NOTICE IS PROVIDED TO YOU PURSUANT TO THAT CERTAIN ORDER OF THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE PURSUANT TO SECTIONS 365 AND 554 OF THE BANKRUPTCY CODE (i) AUTHORIZING AND APPROVING A PROCEDURE FOR THE REJECTION OF CERTAIN UNEXPIRED LEASES OF NON-RESIDENTIAL REAL PROPERTY AND (ii) AUTHORIZING THE DEBTORS TO REJECT CERTAIN UNEXPIRED LEASES OF NON-RESIDENTIAL REAL PROPERTY AND EXECUTORY CONTRACTS ENTERED ON APRIL 2, 2001 (THE "COURT ORDER"). YOU MUST ADHERE TO THE TERMS OF THIS NOTICE IN ORDER TO PROTECT YOUR RIGHTS. PLEASE READ THE FOLLOWING PROCEDURES CAREFULLY.

The following lease (the "Lease") is being rejected and the premises listed below (the "Premises") is being surrendered to the Landlord (as defined below) pursuant to the procedures approved by the Court Order:

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cumming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

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Property Address:	1750 Clint More Road Boca Raton, Florida 33487
Current Monthly Rental Rate:	\$61,031.25
Term of Lease (including options):	June 1, 1998 to May 31, 2008 3 Five Year Options
Name/Telephone Number, Address of Landlord (the " <u>Landlord</u> "):	Granite Properties, Inc. 8700 Auburn-Folsom Road Suite 600 Granite Bay, California 95746 Phone: 916-791-6761

If you oppose the rejection of the Lease, you must follow the procedures delineated below. Please note that objections, oppositions or comments to the procedures set forth herein shall not be deemed an objection to the rejection of the Lease and will, therefore, not be considered.

Opposition Procedures:

- If you oppose the rejection of the Lease, you **MUST** serve on the parties listed herein below (the "Notice Parties") a written opposition to this Lease Rejection Notice. All oppositions and responses must be received by the Notice Parties at the facsimile numbers identified on the distribution list attached hereto no later than June 8, 2001 at 4:00 p.m. (E.S.T.).
- If a timely opposition is not received by the Notice Parties and Debtors' counsel, the Lease shall be deemed rejected effective as of the date of this Lease Rejection Notice without further notice, hearing or order of the Bankruptcy Court.
- If a timely opposition is received by the Notice Parties and Debtors' counsel, the Debtors will file a copy of the Lease Rejection Notice and your opposition with the Court and will schedule a hearing to consider the Lease Rejection Notice. Unless otherwise ordered by the Court, if such opposition is overruled or withdrawn, the rejection of the Lease shall be deemed to have occurred on the date of this Lease Rejection Notice.
- The Landlord must file and serve a proof of claim by the deadline established for filing proofs of claim by general unsecured creditors. You will receive notice of such deadline when the same is determined by the Bankruptcy Court.

Any questions or comments regarding the foregoing procedures may be forwarded to David W. Carickhoff, Jr. of Pachulski, Stang, Ziehl, Young & Jones P.C. at (302) 652-4100.

DISTRIBUTION LIST/ NOTICE PARTIESLANDLORD:

Granite Properties, Inc.

PHONE: (916) 791-6761

OFFICE OF UNITED STATES TRUSTEE

United States Trustee's Office
Attn: Frank Perch, Esq.
U. S. Department of Justice
601 Walnut Street
Curtis Center, Suite 950 West
Philadelphia, Pennsylvania 19106

FAX: (302) 573-6497

COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS'

Stroock & Stroock & Lavan LLP
180 Maiden Lane
New York, New York 10038-4982
Attn: Robert Raskin, Esq.
Arlene G. Krieger, Esq.

FAX: (212) 806-6006

COUNSEL TO THE OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS

Caplin & Drysdale
399 Park Avenue, 36th Floor
New York, New York 10022
Attn: Elihu Inselbuch

FAX: (212) 806-6006

COUNSEL TO THE OFFICIAL COMMITTEE OF PROPERTY DAMAGE CLAIMANTS

Bilzin Sumberg Dunn Baena Price &
Axelrod LLP
First Union Financial Center
200 South Biscayne Boulevard
Suite 2500
Miami, Florida 33131
Attn: Scott L. Baena

FAX: (305) 374-7593

CO-COUNSEL TO THE DEBTORS

Kirkland & Ellis 200 East Randolph Drive Chicago, Illinois 60601 Attn: James W. Kapp III, Esq. Samuel A. Schwartz, Esq.	FAX: (312) 861-2200
Pachulski, Stang, Ziehl, Young & Jones, P.C. 919 N. Market Street, 16 th Floor P.O. Box 8705 Wilmington, Delaware 19899-8705 (Courier 19801) Attn: David W. Carickhoff, Jr., Esq.	FAX: (302) 652-4400